FCC 603	FCC Wireless Telecommunications Bureau Application for Assignments of Authorization and Transfers of Control	Approved by OMB 3060 - 0800 See instructions for public burden estimate
		Submitted 05/04/2000 at 06:15PM
		File Number: 0000118540

1) Application Purpose: Transfer of Control

2a) If this request is for an Amendment or Withdrawal, enter the File Number of the pending application currently on file with the FCC.

2b) File numbers of related pending applications currently on file with the FCC:

File Number:

#### Type of Transaction

- 3a) Is this a pro forma assignment of authorization or transfer of control? No
- 3b) If the answer to Item 3a is 'Yes', is this a notification of a pro forma transaction being filed under the Commission's forbearance procedures for telecommunications licenses?
- 4) For assignment of authorization only, is this a partition and/or disaggregation?
- 5) Does this filing request a waiver of the Commission's rules? No
- 6) Are attachments being filed with this application? Yes
- 7a) Does the transaction that is the subject of this application also involve transfer or assignment of other wireless licenses held by the assignor/transferor or affiliates of the assignor/transferor(e.g., parents, subsidiaries, or commonly controlled entities) that are not included on this form and for which Commission approval is required? Yes
- 7b) Does the transaction that is the subject of this application also involve transfer or assignment of non-wireless licenses that are no included on this form and for which Commission approval is required? Yes

#### **Transaction Information**

8) How will assignment of authorization or transfer of control be accomplished? Sale or other assignment or transfer of stock If required by applicable rule, attach as an exhibit a statement on how control is to be assigned or transferred, along with copies of any pertinent contracts, agreements, instruments, certified copies of Court Orders, etc.

9) The assignment of authorization or transfer of control of license is: Voluntary

#### Licensee/Assignor Information

10a) Taxpayer Identification Num	ber:		10b) SGIN: 000
11) First Name (if individual):	MI:	Last Name:	Suffix:
12) Entity Name (if not an individu	al): Indiana Cel	lular Corporation	
13) Attention To: Charles Feathe	rstun		
14) P.O. Box:	And / Or	15) Street Address: 1	155 Peachtree Street, N.E., Suite 1700
16) City: Atlanta		17) State: GA	[18) Zíp: <b>30309-3610</b>
19) Telephone Number: (404)249	-3855	20) FAX: (404)249-56	64
21) E-Mail Address: Charles.Fea	therstun@bells	outh.com	

#### 22) Race, Ethnicity, Gender of Assignor/Licensee (Optional)

Race:	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:			
Gender:	Female:	Male:	·		

Transferor Information (for transfers of control only)

-11100 C +1 D

23a) Taxpayer Identification Numb	per:		23b) SGIN: 000	
24) First Name (if individual):	MI:	Last Name:	Suffix:	
25) Entity Name (if not an individu	al): BellSouth C	Corporation		
26) P.O. Box:	And / Or	27) Street Address: 1155 Peachtree Street, N.E., Suite 1700		
28) City: Atlanta		29) State: GA	30) Zip: 30309-3610	
31) Telephone Number: (404)249-	3855	32) FAX: (404)249-566	54	
33) E-Mail Address: Charles.Feat	herstun@bells	outh.com		

## Name of Transferor Contact Representative (if other than Transferor) (for transfers of control only)

34) First Name: Charles	MI: P	Last Name: Featherstun	Suffix:		
35) Company Name: BellSout	h Corporation				
36) P.O. Box:	And / Or	37) Street Address: 1155 Peachtree Street, N.E., Suite 1700			
38) City: Atlanta		39) State: GA	40) Zip: 30309-3610		
41) Telephone Number: (404)2	249-3855	42) FAX: (404)249-5664			
43) E-Mail Address: Charles.F	eatherstun@bell	south.com			

## Assignee/Transferee Information

44) The Assignee is a(n): Limited	Liability Corpora	ition	
45a) Taxpayer Identification Number	er;		45b) SGIN: 000
46) First Name (if individual):	MI:	Last Name:	Suffix:
47) Entity Name (if other than indi	vidual): Alloy LLC		
48) Name of Real Party in Interes	:		49) TIN:
50) Attention To:			
51) P.O. Box:	And / Or	52) Street Address: 115	5 Peachtree St., N.E., Ste. 1700
53) City: Atlanta		54) State: GA	55) Zip: <b>30309</b>
56) Telephone Number: (404)249	3855	57) FAX: (404)249-5664	
58) E-Mail Address: charles.featl	nerstun@bellsout	th.com	

## Name of Assignee/Transferee Contact Representative (if other than Assignee/Transferee)

59) First Name: Charles	MI:	Last Name: Featherstun	Suffix:
60) Company Name:			
61) P.O. Box:	And / Or	62) Street Address: 1155 Peachtree	e St., N.E., Ste. 1700
63) City: Atlanta		64) State: GA	65) Zip: 30309
66) Telephone Number: (404)24	19-3855	67) FAX: (404)249-5664	
68) E-Mail Address: charles.fea	atherstun@bellsou	rth.com	

## **Alien Ownership Questions**

69) Is the Assignee or Transferee a foreign government or the representative of any foreign government?	No
70) Is the Assignee or Transferee an alien or the representative of an alien?	No
71) Is the Assignee or Transferee a corporation organized under the laws of any foreign government?	No
72) Is the Assignee or Transferee a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	No
73) Is the Assignee or Transferee directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, of by any corporation organized under the laws of a foreign country? If 'Yes', attach exhibit explaining nature and extent of alien or foreign ownership or control.	) No

## **Basic Qualification Questions**

----

74) Has the Assignee or Transferee or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, construction permit denied by the Commission? If 'Yes', attach exhibit explaining circumstances.	No
75) Has the Assignee or Transferee or any party to this application, or any party directly or indirectly controlling the Assignee of Transferee, or any party to this application ever been convicted of a felony by any state or federal court? If 'Yes', attach exhibit explaining circumstances.	No
76) Has any court finally adjudged the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or unfair methods of competition? If 'Yes', attach exhibit explaining circumstances.	No
77) Is the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee currently a party in any pending matter referred to in the preceding two items? If 'Yes', attach exhibit explaining circumstances.	Yes

## 78) Race, Ethnicity, Gender of Assignee/Transferee (Optional)

BRACE.	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Pacific Islander:	Other	White:
Ethnicitys	Hispanic or Latino:	Not Hispanic or Latino:				
Gender:	Female:	Male:				

## **Assignor/Transferor Certification Statements**

transferred until the consent of the required because the transaction	ne Federal Communica is subject to streamlin	e authorization will not be assigned or that of tions Commission has been given, or (2) the ed notification procedures for pro forma asson and Order, 13 FCC Rod. 6293(1998).	at prior Commission consent is no
		ts made in this application and in the exhibitapplication, and are true, complete, correct,	
79) Typed or Printed Name of Pa	arty Authorized to Sign		
First Name: Charles	MI: P	Last Name: Featherstun	Suffix:
80) Title: Duly Authorized Emp	loyee		
Signature: Charles P Feathersto	uu	81) Date: <b>05/04/00</b>	

## **Assignee/Transferee Certification Statements**

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- 1) The Assignee or Transferee certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is no required because the transaction is subject to streamlined notification procedures for pro forma assignments and transfers by telecommunications carriers See Memorandum Opinion and Order, 13 FCC Rcd. 6293 (1998).
- 2) The Assignee or Transferee waives any claim to the use of any particular frequency or of the electromagnetic spectrum as agains the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests at authorization in accordance with this application.
- 3) The Assignee or Transferee certifies that grant of this application would not cause the Assignee or Transferee to be in violation of any pertinent cross-ownership, attribution, or spectrum cap rule.\*
- "If the applicant has sought a waiver of any such rule in connection with this application, it may make this certification subject to the outcome of the waiver request.
- 4) The Assignee or Transferee agrees to assume all obligations and abide by all conditions imposed on the Assignor or Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accured by, or any suit or proceeding had or commenced against the Assignor or Transferor prior to this assignment.
- 5) The Assignee or Transferee certifies that all statements made in this application and in the exhibits, attachments, or in documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith,
- 6) The Assignee or Transferee certifies that neither it nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998, 21 U.S.C § 862, because of a conviction for possession or distribution of a controlled substance. See Section 1.2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as
- 7) The applicant certifies that it either (1) has an updated Form 602 on file with the Commission, (2) is filing an updated Form 602 simultaneously with this application, or (3) is not required to file Form 602 under the Commission's Rules.

82) Typed or Printed Name of Party Authorized to Sign

First Name: Wayne MI: Last Name: Watts Suffix:

83) Title: Secretary

Signature: Wayne Watts 84) Date: 05/04/00

WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).

#### **Authorizations To Be Assigned or Transferred**

85) Call Sign	86) Location Number	87) Path Number (Microwave only)	89) Upper Frequency (MHz)	90) Constructed Yes / No
KNKN445				

FCC Form 603 Schedule A

## Schedule for Assignments of Authorization and Transfers of Control in Auctioned Services

Approved by OMB 3060 - 0800 See instructions for public burden estimate

#### **Assignments of Authorization**

#### 1) Assignee Eligibility for Installment Payments (for assignments of authorization only)

Is the Assignee claiming the same category or a smaller category of eligibility for installment payments as the Assignor (as determined by the applicable rules governing the licenses issued to the Assignor)?

If 'Yes', is the Assignee applying for installment payments?

## 2) Gross Revenues and Total Assets Information (if required) (for assignments of authorization only)

Refer to applicable auction rules for method to determine required gross revenues and total assets information

	Year 1 Gross Revenues (current)	Year 2 Gross Revenues	Year 3 Gross Revenues	Total Assets:
1		· · · · · · · · · · · · · · · · · · ·		<u> </u>

#### 3) Certification Statements

#### For Assignees Claiming Eligibility as an Entrepreneur Under the General Rule

Assignee certifies that they are eligible to obtain the licenses for which they apply.

#### For Assignees Claiming Eligibility as a Publicly Traded Corporation

Assignee certifies that they are eligible to obtain the licenses for which they apply and that they comply with the definition of a Publicy Traded Corporation, as set out in the applicable FCC rules.

#### For Assignees Claiming Eligibility Using a Control Group Structure

Assignee certifies that they are eligible to obtain the licenses for which they apply.

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

## For Assignees Claiming Eligibility as a Very Small Business, Very Small Business Consortium, Small Business, or as a Small Business Consortium

Assignee certifies that they are eligible to obtain the licenses for which they apply.

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

#### For Assignees Claiming Eligibility as a Rural Telephone Company

Assignee certifies that they meet the definition of a Rural Telephone Company as set out in the applicable FCC rules, and must disclose all parties to agreement(s) to partition licenses won in this auction. See applicable FCC rules.

#### **Transfers of Control**

### 4) Licensee Eligibility (for transfers of control only)

As a result of transfer of control, must the licensee now claim a larger or higher category of eligibility than was originally declared?

If 'Yes', the new category of eligibility of the licensee is

#### Certification Statement for Transferees

Transferee certifies that the answers provided in Item 4 are true and correct.

#### **Attachment List**

Attachment Type	Date	Description	Contents
Other	04/25/00	Lead Application Information	17560553.0.pdf

## **Lead Application Information**

This application is one of a group of applications being filed in connection with the transfer of licenses, which are ultimately held by BellSouth Corporation and SBC Communications Inc., to Alloy LLC. Applicants have designated the transfer of control application being filed concurrently for Abilene SMSA Limited Partnership (call sign KNKA559) as the lead application for the transaction. Accordingly, Applicants hereby incorporate by reference Exhibits 1-3 of the lead application.

FCC 603	FCC Wireless Telecommunications Bureau Application for Assignments of Authorization and Transfers of Control	Approved by OMB 3060 - 0800 See instructions for public burden estimate
		Submitted 05/04/2000 at 07:21PM
		File Number: 0000118529

1) Application Purpose: Transfer of Control	
2a) If this request is for an Amendment or Withdrawal, enter the File Number of the pending application currently on file with the FCC.	File Number:
2b) File numbers of related pending applications currently on file with the FCC:	

#### Type of Transaction

3a	) Is this a	pro forma	assignmen	t of author	ization or	transfer o	f control? No		
_								 ******	
10.						-		 	

- 3b) If the answer to Item 3a is 'Yes', is this a notification of a pro forma transaction being filed under the Commission's forbearance procedures for telecommunications licenses?
- 4) For assignment of authorization only, is this a partition and/or disaggregation?
- 5) Does this filing request a waiver of the Commission's rules? No
- 6) Are attachments being filed with this application? Yes
- 7a) Does the transaction that is the subject of this application also involve transfer or assignment of other wireless licenses held by the assignor/transferor or affiliates of the assignor/transferor(e.g., parents, subsidiaries, or commonly controlled entities) that are not included on this form and for which Commission approval is required? Yes
- 7b) Does the transaction that is the subject of this application also involve transfer or assignment of non-wireless licenses that are not included on this form and for which Commission approval is required? Yes

#### **Transaction Information**

8) How will assignment of authorization or transfer of control be accomplished? Sale or other assignment or transfer of stock If required by applicable rule, attach as an exhibit a statement on how control is to be assigned or transferred, along with copies of any pertinent contracts, agreements, instruments, certified copies of Court Orders, etc.

9) The assignment of authorization or transfer of control of license is: Voluntary

#### Licensee/Assignor Information

10a) Taxpayer Identification Number:			10b) SGIN: 000
11) First Name (if individual):	MI:	Last Name:	Suffix:
12) Entity Name (if not an individual):	lacksonville	MSA Limited Partners	ship
13) Attention To: Charles Featherstur	1		
14) P.O. Box:	And / Or	15) Street Address: 11	155 Peachtree Street, N.E., Suite 1700
16) City: Atlanta		17) State: GA	18) Zip: 30309-3610
19) Telephone Number: (404)249-385	5	20) FAX: (404)249-56	64
21) E-Mail Address: Charles.Feathers	tun@bellso	uth.com	

#### 22) Race, Ethnicity, Gender of Assignor/Licensee (Optional)

	·		· · · · · · · · · · · · · · · · · · ·		
	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	IMISUADIC OF LARROY.	Not Hispanic or Latino:			
Gender:	Female:	Male:			1

Transferor Information (for transfers of control only)

23a) Taxpayer Identification Numl	ber:		23b) SGIN: 000				
24) First Name (if individual):	MI:	Last Name:	Suffix:				
25) Entity Name (if not an individual): BellSouth Corporation							
26) P.O. Box:	And / Or	27) Street Address: 1155 Peachtree Street, N.E., Suite 1700					
28) City: Atlanta		29) State: GA	30) Zip: <b>30309-3610</b>				
31) Telephone Number: (404)249-3855		32) FAX: (404)249-5664					
33) E-Mail Address: Charles.Feat	therstun@bells	outh.com	10 (10 (10 (10 (10 (10 (10 (10 (10 (10 (				

## Name of Transferor Contact Representative (if other than Transferor) (for transfers of control only)

34) First Name: Charles	MI: P	Last Name: Featherstun	Suffix:			
35) Company Name: BellSout	h Corporation					
36) P.O. Box:	And / Or	And / Or 37) Street Address: 1155 Peachtree Street, N.E., Suite 1700				
38) City: Atlanta		39) State: GA	40) Zip: 30309-3610			
41) Telephone Number: (404)249-3855		42) FAX: (404)249-5664				
43) E-Mail Address: Charles.F	eatherstun@bells	south.com				

## Assignee/Transferee Information

44) The Assignee is a(n): Limited	Liability Corpora	ation	
45a) Taxpayer Identification Numb	er:		45b) SGIN: 000
46) First Name (if individual):	MI:	Last Name:	Suffix:
47) Entity Name (if other than indiv	idual): Alloy LLC		
48) Name of Real Party in Interest			49) TIN:
50) Attention To:			
51) P.O. Box:	And / Or	52) Street Address: 115	5 Peachtree St., N.E., Ste. 1700
53) City: Atlanta		54) State: GA	[55) Zip: <b>30309</b>
56) Telephone Number: (404)249-	3855	57) FAX: (404)249-5664	
58) E-Mail Address: charles.feath	erstun@bellsout	th.com	

## Name of Assignee/Transferee Contact Representative (if other than Assignee/Transferee)

		•	·	
59) First Name: Charles	MI:	Last Name: Featherstun	Suffix:	
60) Company Name:				
61) P.O. Box:	And / Or	62) Street Address: 1155 Peachtree	e St., N.E., Ste. 1700	
63) City: Atlanta		64) State: GA	65) Zip: 30309	
66) Telephone Number: (404)249-3855		67) FAX: (404)249-5664		
68) E-Mail Address: charles.featherstun@bellsou		ıth.com	9 9 9 9 9 9 9 9 9 9 9 9 9 9 9 9 9 9 9 9	
68) E-Mail Address: charles.f	eatherstun@bellsou	ıth.com		

## **Alien Ownership Questions**

69) Is the Assignee or Transferee a foreign government or the representative of any foreign government?	No
70) Is the Assignee or Transferee an alien or the representative of an alien?	No
71) Is the Assignee or Transferee a corporation organized under the laws of any foreign government?	No
72) Is the Assignee or Transferee a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	No
73) Is the Assignee or Transferee directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, o by any corporation organized under the laws of a foreign country? If 'Yes', attach exhibit explaining nature and extent of alien or foreign ownership or control.	No

#### **Basic Qualification Questions**

74) Has the Assignee or Transferee or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, construction permit denied by the Commission? If 'Yes', attach exhibit explaining circumstances.	No
75) Has the Assignee or Transferee or any party to this application, or any party directly or indirectly controlling the Assignee or Transferee, or any party to this application ever been convicted of a felony by any state or federal court? If "Yes", attach exhibit explaining circumstances.	No
76) Has any court finally adjudged the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or unfair methods of competition? If 'Yes', attach exhibit explaining circumstances.	No
77) Is the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee currently a party in any pending matter referred to in the preceding two items? If 'Yes', attach exhibit explaining circumstances.	Yes

## 78) Race, Ethnicity, Gender of Assignee/Transferee (Optional)

	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	Hispanic of Latino:	Not Hispanic or Latino:			
Gender:	Female:	Male:			

#### Assignor/Transferor Certification Statements

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transferred until the consent of the required because the transaction	e Federal Communica is subject to streamling	e authorization will not be assigned or that or tions Commission has been given, or (2) the led notification procedures for pro forma asson and Order, 13 FCC Rcd. 6293(1998).	at prior Commission consent is no
		its made in this application and in the exhibitable application, and are true, complete, correct,	
79) Typed or Printed Name of Pa	rty Authorized to Sign		
First Name: Charles	Mt: P	Last Name: Featherstun	Suffix:
80) Title: Duly Authorized Empl	oyee		
Signature: Charles P Feathersto	ın	81) Date: 05/04/00	

## **Assignee/Transferee Certification Statements**

CH 100 7 17 D

The Assignee or Transferee certifies either transferred until the consent of the Federal required because the transaction is subject telecommunications carriers See Memorari.	Communications to streamlined n	Commission has been give otification procedures for pro	n, or (2) that prior Con forma assignments a	nmission consent is no
The Assignee or Transferee waives any the regulatory power of the United States that this application in accordance with this application.	ecause of the pre	of any particular frequency o evious use of the same, whe	r of the electromagne ther by license or othe	tic spectrum as agains erwise, and requests ar
The Assignee or Transferee certifies that any pertinent cross-ownership, attribution, "If the applicant has sought a waiver of any outcome of the waiver request.	or spectrum cap i	rule.*	_	
The Assignee or Transferee agrees to a under the subject authorization(s), unless tallows, except for liability for any act done Assignor or Transferor prior to this assignment.	he Federal Comn by, or any right ac	nunications Commission pur	suant to a request ma	de herein otherwise
5) The Assignee or Transferee certifies that incorporated by reference are material, are				
6) The Assignee or Transferee certifies that pursuant to Section 5301 of the Anti-Drug of a controlled substance. See Section 1.2 used in this certification.	Abuse Act of 1998	8, 21 U.S.C § 862, because	of a conviction for pos	session or distribution
7) The applicant certifies that it either (1) h simultaneously with this application, or (3)				updated Form 602
82) Typed or Printed Name of Party Author	rized to Sign			
First Name: Wayne	MI:	Last Name: Watts		Suffix:
83) Title: Secretary				
Signature: Wayne Watts		84) Date: <b>05/04/00</b>		
WILLFUL FALSE STATEMENTS MADE (IMPRISONMENT (U.S. Code, Title 18, September (U.S. Code, Title 47, Section 31)	ction 1001) AND	OR REVOCATION OF ANY	STATION LICENSE	OR CONSTRUCTION

Authorizations To Be Assigned or Transferred

85) Call Sign	86) Location Number	87) Path Number (Microwave only)	88) Lower or Center Frequency (MHz)	89) Upper Frequency (MHz)	90) Constructed Yes / No
KNKA287					
KNKQ335					
WLL216					
WLM564					
WLM565					
WLM566					
WLM567					
WLM568					
WLN321					
WLN910					
WLN911					
WLN912					
WLU404					
WMJ682					
WMN719					
WMN720					
WMQ455					
WMR872					
WMR908					
WMR909					
WMT737					
WPJD280	•				
WPJE645					
WPJE671					
WPJE776					
WPNG404					

FCC Form 603 Schedule A

## Schedule for Assignments of Authorization and Transfers of Control in Auctioned Services

Approved by OMB 3060 - 0800 See instructions for public burden estimate

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#### **Assignments of Authorization**

## 1) Assignee Eligibility for Installment Payments (for assignments of authorization only)

Is the Assignee claiming the same category or a smaller category of eligibility for installment payments as the Assignor (as determined by the applicable rules governing the licenses issued to the Assignor)?

If 'Yes', is the Assignee applying for installment payments?

## 2) Gross Revenues and Total Assets Information (if required) (for assignments of authorization only)

Refer to applicable auction rules for method to determine required gross revenues and total assets information

		Year 1 Gross Revenues (current)	Year 2 Gross Revenues	Year 3 Gross Revenues	Total Assets:
--	--	---------------------------------	-----------------------	-----------------------	---------------

#### 3) Certification Statements

For Assignees Claiming Eligibility as an Entrepreneur Under the General Rule

Assignee certifies that they are eligible to obtain the licenses for which they apply.

## For Assignees Claiming Eligibility as a Publicly Traded Corporation

Assignee certifies that they are eligible to obtain the licenses for which they apply and that they comply with the definition of a Public Traded Corporation, as set out in the applicable FCC rules.

#### For Assignees Claiming Eligibility Using a Control Group Structure

Assignee certifies that they are eligible to obtain the licenses for which they apply.

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

## For Assignees Claiming Eligibility as a Very Small Business, Very Small Business Consortium, Small Business, or as a Small Business Consortium

Assignee certifies that they are eligible to obtain the licenses for which they apply

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

#### For Assignees Claiming Eligibility as a Rural Telephone Company

Assignee certifies that they meet the definition of a Rural Telephone Company as set out in the applicable FCC rules, and must disclose all parties to agreement(s) to partition licenses won in this auction. See applicable FCC rules.

#### **Transfers of Control**

#### 4) Licensee Eligibility (for transfers of control only)

As a result of transfer of control, must the licensee now claim a larger or higher category of eligibility than was originally declared?

If 'Yes', the new category of eligibility of the licensee is:

#### **Certification Statement for Transferees**

Transferee certifies that the answers provided in Item 4 are true and correct.

#### **Attachment List**

Attachment Type	Date	Description	Contents
Other	04/25/00	Lead Application Information	17560558.0.pdf

## **Lead Application Information**

This application is one of a group of applications being filed in connection with the transfer of licenses, which are ultimately held by BellSouth Corporation and SBC Communications Inc., to Alloy LLC. Applicants have designated the transfer of control application being filed concurrently for Abilene SMSA Limited Partnership (call sign KNKA559) as the lead application for the transaction. Accordingly, Applicants hereby incorporate by reference Exhibits 1-3 of the lead application.

FCC 603	Application for Assignments of Authorization	Approved by OMB 3060 - 0800 - See instructions for public burden estimate
		Submitted 05/04/2000 at 04:34PM
		File Number: 0000118523

1) Application Purpose: Transfer of Control	
2a) If this request is for an Amendment or Withdrawal, enter the File Number of the pending application currently on file with the FCC.	File Number:
2b) File numbers of related pending applications currently on file with the FCC:	

#### Type of Transaction

- 3a) Is this a pro forma assignment of authorization or transfer of control? No
- 3b) If the answer to Item 3a is 'Yes', is this a notification of a pro forma transaction being filed under the Commission's forbearance procedures for telecommunications licenses?
- 4) For assignment of authorization only, is this a partition and/or disaggregation?
- 5) Does this filing request a waiver of the Commission's rules? No
- 6) Are attachments being filed with this application? Yes
- 7a) Does the transaction that is the subject of this application also involve transfer or assignment of other wireless licenses held by the assignor/transferor or affiliates of the assignor/transferor(e.g., parents, subsidiaries, or commonly controlled entities) that are not included on this form and for which Commission approval is required? Yes
- 7b) Does the transaction that is the subject of this application also involve transfer or assignment of non-wireless licenses that are not included on this form and for which Commission approval is required? Yes

#### **Transaction Information**

8) How will assignment of authorization or transfer of control be accomplished? Sale or other assignment or transfer of stock If required by applicable rule, attach as an exhibit a statement on how control is to be assigned or transferred, along with copies of any pertinent contracts, agreements, instruments, certified copies of Court Orders, etc.

9) The assignment of authorization or transfer of control of license is: Voluntary

#### Licensee/Assignor Information

10a) Taxpayer Identification Numb	er.		10b) SGIN: 000
11) First Name (if individual):	MI:	Last Name:	Suffix:
12) Entity Name (if not an individua	al): Kentucky Co	GSA, Inc.	
13) Attention To: Charles Feather	stun		
14) P.O. Box:	And / Or	15) Street Address: 1155 Peachtree Street, N.E., Suite 1700	
16) City: Atlanta		17) State: GA	18) Zip: 30309-3610
19) Telephone Number: (404)249-	3855	20) FAX: (404)249-5664	
21) E-Mail Address: Charles.Feat	herstun@bellsc	outh.com	

#### 22) Race, Ethnicity, Gender of Assignor/Licensee (Optional)

BKSCE.	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:			
Gender:	Female:	Male:			

23a) Taxpayer Identification Numb	er:		23b)*SGIN: 000
24) First Name (if individual): MI:		Last Name:	Suffix:
25) Entity Name (if not an individu	al): BellSouth C	orporation	The second secon
26) P.O. Box: And / Or		27) Street Address: 1155 Peachtree Street, N.E., Suite 1700	
28) City: Atlanta		29) State: GA	30) Zip: 30309-3610
31) Telephone Number: (404)249-3855		32) FAX: (404)249-5664	
33) E-Mail Address: Charles.Feat	herstun@bellsc	outh.com	

## Name of Transferor Contact Representative (if other than Transferor) (for transfers of control only)

			• •
34) First Name: Charles	MI: P	Last Name: Featherstun	Suffix:
35) Company Name: BellSout	h Corporation		
36) P.O. Box:	And / Or	37) Street Address: 1155 Peachtr	ree Street, N.E., Suite 1700
38) City: Atlanta		39) State: GA	40) Zip: 30309-3610
41) Telephone Number: (404)2	49-3855	42) FAX: (404)249-5664	
43) E-Mail Address: Charles.F	eatherstun@bells	outh.com	
	····		

## Assignee/Transferee Information

44) The Assignee is a(n): Limited	Liability Corporat	tion		
45a) Taxpayer Identification Numb	er:		45b) SGIN: 000	
46) First Name (if individual):	MI:	Last Name:	Suffix:	
47) Entity Name (if other than indiv	ridual): Alloy LLC			
48) Name of Real Party in Interest			49) TIN:	
50) Attention To:				
51) P.O. Box:	And / Or	52) Street Address: 1155	Peachtree St., N.E., Ste. 1700	
53) City: Atlanta		54) State: GA	55) Zip: <b>3030</b> 9	
56) Telephone Number: (404)249-	3855	57) FAX: (404)249-5664		
58) E-Mail Address: charles.feath	erstun@bellsoutl	n.com		

## Name of Assignee/Transferee Contact Representative (if other than Assignee/Transferee)

1,7		
Mt:	Last Name: Featherstun	Suffix:
And / Or	62) Street Address: 1155 Peachtree	e St., N.E., Ste. 1700
	64) State: GA	65) Zip: <b>3030</b> 9
3855	67) FAX: (404)249-5664	
erstun@bellsout	h.com	
	And / Or 3855	And / Or 62) Street Address: 1155 Peachtree

## **Alien Ownership Questions**

69) Is the Assignee or Transferee a foreign government or the representative of any foreign government?	No
70) Is the Assignee or Transferee an alien or the representative of an alien?	No
71) Is the Assignee or Transferee a corporation organized under the laws of any foreign government?	No
72) Is the Assignee or Transferee a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	No
73) Is the Assignee or Transferee directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If 'Yes', attach exhibit explaining nature and extent of alien or foreign ownership or control.	No

#### **Basic Qualification Questions**

74) Has the Assignee or Transferee or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, construction permit denied by the Commission? If 'Yes', attach exhibit explaining circumstances.	No
75) Has the Assignee or Transferee or any party to this application, or any party directly or indirectly controlling the Assignee or Transferee, or any party to this application ever been convicted of a felony by any state or federal court? If 'Yes', attach exhibit explaining circumstances.	No
76) Has any court finally adjudged the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or unfair methods of competition? If 'Yes', attach exhibit explaining circumstances.	No
77) Is the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee currently a party in any pending matter referred to in the preceding two items? If 'Yes', attach exhibit explaining circumstances.	Yes

## 78) Race, Ethnicity, Gender of Assignee/Transferee (Optional)

IIIK 3CG. I	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	IHISDADIC OF LATIDO:	Not Hispanic or Latino:			
Gender:	Female:	Male:			

## **Assignor/Transferor Certification Statements**

transferred until the consent of the required because the transaction is	Federal Communicati s subject to streamline	authorization will not be assigned or that cor ions Commission has been given, or (2) that and notification procedures for pro forma assign and Order, 13 FCC Rcd. 6293(1998).	prior Commission consent is not	
2) The Assignor or Transferor certifies that all statements made in this application and in the exhibits, attachments, or in documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.				
79) Typed or Printed Name of Part	y Authorized to Sign			
First Name: Charles	MI: P	Last Name: Featherstun	Suffix:	
80) Title: Duly Authorized Employee				
Signature: Charles P Featherstun 81) Date: 05/04/00				

Assignee/Transferee Certification Statements

1) The Assignee or Transferee certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures for pro forma assignments and transfers by telecommunications carriers See Memorandum Opinion and Order, 13 FCC Rcd. 6293 (1998). 2) The Assignee or Transferee waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application. 3) The Assignee or Transferee certifies that grant of this application would not cause the Assignee or Transferee to be in violation of any pertinent cross-ownership, attribution, or spectrum cap rule. \*If the applicant has sought a waiver of any such rule in connection with this application, it may make this certification subject to the outcome of the waiver request. 4) The Assignee or Transferee agrees to assume all obligations and abide by all conditions imposed on the Assignor or Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accured by, or any suit or proceeding had or commenced against the Assignor or Transferor prior to this assignment. 5) The Assignee or Transferee certifies that all statements made in this application and in the exhibits, attachments, or in documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith. 6) The Assignee or Transferee certifies that neither it nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998, 21 U.S.C § 862, because of a conviction for possession or distribution of a controlled substance. See Section 1.2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification. 7) The applicant certifies that it either (1) has an updated Form 602 on file with the Commission, (2) is filing an updated Form 602 simultaneously with this application, or (3) is not required to file Form 602 under the Commission's Rules. 82) Typed or Printed Name of Party Authorized to Sign Last Name: Watts First Name: Wayne MI: Suffix: 83) Title: Secretary 84) Date: 05/04/00 Signature: Wayne Watts WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION

PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).

**Authorizations To Be Assigned or Transferred** 

85) Call Sign	86) Location Number	87) Path Number (Microwave only)	88) Lower or Center Frequency (MHz)	89) Upper Frequency (MHz)	90) Constructed Yes / No
KNKA245					
KNKA394				•	
KNKN956					
KNKN964					
KNKQ255					
KNKQ391					
WHB556					
WHD213					
WLB906					
WLB907					
WLB908					
WLN381					
WLN982					
WLN983					
WLT340					
WLT353					
WLV494					
WLV498					
WMG807					
WMJ855					
WMN749					
WMS910					
WMT269					
WMT516					
WMV912					
WMW961					
WMW962					
WMW963					
WPJF477					
WPNA578					
WPNA579					
WPN1221					
WHB555					

FCC Form 603 Schedule A

# Schedule for Assignments of Authorization and Transfers of Control in Auctioned Services

Approved by OMB 3060 - 0800 See instructions for public burden estimate

#### **Assignments of Authorization**

## 1) Assignee Eligibility for Installment Payments (for assignments of authorization only)

Is the Assignee claiming the same category or a smaller category of eligibility for installment payments as the Assignor (as determined by the applicable rules governing the licenses issued to the Assignor)?

If 'Yes', is the Assignee applying for installment payments?

## 2) Gross Revenues and Total Assets Information (if required) (for assignments of authorization only)

Refer to applicable auction rules for method to determine required gross revenues and total assets information

-	Year 1 Gross Revenues	Year 2 Gross Revenues	Year 3 Gross Revenues	Total Assets:
	(current)	Tear 2 Green November		1011175365.

#### 3) Certification Statements

For Assignees Claiming Eligibility as an Entrepreneur Under the General Rule

Assignee certifies that they are eligible to obtain the licenses for which they apply.

#### For Assignees Claiming Eligibility as a Publicly Traded Corporation

Assignee certifies that they are eligible to obtain the licenses for which they apply and that they comply with the definition of a Publicly Traded Corporation, as set out in the applicable FCC rules.

#### For Assignees Claiming Eligibility Using a Control Group Structure

Assignee certifies that they are eligible to obtain the licenses for which they apply.

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

## For Assignees Claiming Eligibility as a Very Small Business, Very Small Business Consortium, Small Business, or as a Small Business Consortium

Assignee certifies that they are eligible to obtain the licenses for which they apply.

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

#### For Assignees Claiming Eligibility as a Rural Telephone Company

Assignee certifies that they meet the definition of a Rural Telephone Company as set out in the applicable FCC rules, and must disclose all parties to agreement(s) to partition licenses won in this auction. See applicable FCC rules.

#### **Transfers of Control**

#### 4) Licensee Eligibility (for transfers of control only)

As a result of transfer of control, must the licensee now claim a larger or higher category of eligibility than was originally declared?

If 'Yes', the new category of eligibility of the licensee is:

#### **Certification Statement for Transferees**

Transferee certifies that the answers provided in Item 4 are true and correct

#### **Attachment List**

Attachment Type	Date	Description `	Contents
Other	04/25/00	Lead Application Information	17560569.0.pdf
Other	05/04/00	Additional Authorizations to be Transferred	17562221.0.pdf

## Additional Authorization to be Transferred

In addition to the call signs listed in the instant FCC Form 603 Application, BellSouth Corporation and Alloy LLC ("Applicants") hereby request Commission consent to the transfer of the common carrier fixed point-to-point microwave license listed below. Because the Universal Licensing System ("ULS") does not permit Applicants to select this call sign held by Kentucky CGSA, Inc., Applicants were unable to include this call sign in the instant Form 603 Application. Applicants note that they have been working diligently with Commission staff to resolve this call sign discrepancy in ULS and will provide additional documentation upon request.

Call Sign: WLT400

## **Lead Application Information**

This application is one of a group of applications being filed in connection with the transfer of licenses, which are ultimately held by BellSouth Corporation and SBC Communications Inc., to Alloy LLC. Applicants have designated the transfer of control application being filed concurrently for Abilene SMSA Limited Partnership (call sign KNKA559) as the lead application for the transaction. Accordingly, Applicants hereby incorporate by reference Exhibits 1-3 of the lead application.

#### Additional Authorization to be Transferred

In addition to the call signs listed in the instant FCC Form 603 Application, BellSouth Corporation and Alloy LLC ("Applicants") hereby request Commission consent to the transfer of the common carrier fixed point-to-point microwave license listed below. Because the Universal Licensing System ("ULS") does not permit Applicants to select this call sign held by Kentucky CGSA, Inc., Applicants were unable to include this call sign in the instant Form 603 Application. Applicants note that they have been working diligently with Commission staff to resolve this call sign discrepancy in ULS and will provide additional documentation upon request.

Call Sign: WLT400

FCC 603	FCC Wireless Telecommunications Application for Assignments of Authorization and Transfers of Control	3060 - 0800 See instructions for public burden estimate
		Submitted 05/04/2000 at 05:55PM
		File Number: 0000118513

1) Application Purpose: Transfer of Control	
2a) If this request is for an Amendment or Withdrawal, enter the File Number of the pending application currently on file with the FCC.	File Number:
2b) File numbers of related pending applications currently on file with the FCC:	

#### Type of Transaction

, •
a) Is this a pro forma assignment of authorization or transfer of control? No
<ul> <li>If the answer to Item 3a is 'Yes', is this a notification of a pro forma transaction being filed under the Commission's forbearant occdures for telecommunications licenses?</li> </ul>
For assignment of authorization only, is this a partition and/or disaggregation?
Does this filing request a waiver of the Commission's rules? No
Are attachments being filed with this application? Yes
a) Does the transaction that is the subject of this application also involve transfer or assignment of other wireless licenses held e assignor/transferor or affiliates of the assignor/transferor(e.g., parents, subsidiaries, or commonly controlled entities) that are cluded on this form and for which Commission approval is required? Yes
<ul> <li>Does the transaction that is the subject of this application also involve transfer or assignment of non-wireless licenses that a cluded on this form and for which Commission approval is required? Yes</li> </ul>

## **Transaction Information**

8) How will assignment of authorization or transfer of control be accomplished? Sale or other assignment or transfer of stock If required by applicable rule, attach as an exhibit a statement on how control is to be assigned or transferred, along with copies of any pertinent contracts, agreements, instruments, certified copies of Court Orders, etc.

9) The assignment of authorization or transfer of control of license is: Voluntary

#### Licensee/Assignor Information

10a) Taxpayer Identification Number:			10b) SGIN: 000	Call recovery or no.
11) First Name (if individual):	MI:	Last Name:	Suffix:	
12) Entity Name (if not an individu	al): Lafayette M	ISA Limited Partnershi	р	
13) Attention To: Charles Feather	stun			
14) P.O. Box:	And / Or	15) Street Address: 1	155 Peachtree Street, N.E., Suite 1700	
16) City: Atlanta		17) State: GA	[18) Zip: 30309-3610	
19) Telephone Number: (404)249-	3855	20) FAX: (404)249-56	64	
21) E-Mail Address: Charles.Feat	herstun@bells	outh.com		

## 22) Race, Ethnicity, Gender of Assignor/Licensee (Optional)

iikace. I	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:			
Gender:	Female:	Male:			

### Transferor Information (for transfers of control only)

23a) Taxpayer Identification Numl	per:		23b) SGIN: 000	
24) First Name (if individual):	MI:	Last Name:	Suffix:	
25) Entity Name (if not an individu	al): BellSouth (	Corporation		
26) P.O. Box:	And / Or	27) Street Address: 1155 Peachtree Street, N.E., Suite 1700		
28) City: Atlanta		29) State: GA	30) Zip: 30309-3610	
31) Telephone Number: (404)249-3855		32) FAX: (404)249-5664		
33) E-Mail Address: Charles.Featherstun@bellsouth.com				

## Name of Transferor Contact Representative (if other than Transferor) (for transfers of control only)

34) First Name: Charles	MI: P	Last Name: Featherstun	Suffix:	
35) Company Name: BellSout	h Corporation			
36) P.O. Box:	And / Or	37) Street Address: 1155 Peachtr	ee Street, N.E., Suite 1700	
38) City: Atlanta		39) State: GA	40) Zip: 30309-3610	
41) Telephone Number: (404)2	49-3855	42) FAX: (404)249-5664		
43) E-Mail Address: Charles.F	eatherstun@bell:	south.com		

## Assignee/Transferee Information

44) The Assignee is a(n): Limited	Liability Corpora	ition		
45a) Taxpayer Identification Numb	er:		45b) SGIN: 000	
46) First Name (if individual):	MI:	Last Name:	Suffix:	
47) Entity Name (if other than indiv	idual): Alloy LLC			
48) Name of Real Party in Interest.			49) TIN:	
50) Attention To:				
51) P.O. Box:	And / Or	52) Street Address: 1155	Peachtree St., N.E., Ste. 1700	
53) City: Atlanta		54) State: GA	55) Zip: <b>3030</b> 9	
56) Telephone Number: (404)249-	3855	57) FAX: (404)249-5664		
58) E-Mail Address: charles.feath	erstun@bellsout	:h.com		

## Name of Assignee/Transferee Contact Representative (if other than Assignee/Transferee)

			. •
59) First Name: Charles	MI:	Last Name: Featherstun	Suffix:
60) Company Name:			
61) P.O. Box:	And / Or	62) Street Address: 1155 Peachtree	e St., N.E., Ste. 1700
63) City: Atlanta		64) State: GA	65) Zip: <b>30309</b>
66) Telephone Number: (404)249-3855		67) FAX: (404)249-5664	
68) E-Mail Address: charles.fea	atherstun@bellso	ıth.com	

## **Alien Ownership Questions**

69) Is the Assignee or Transferee a foreign government or the representative of any foreign government?	No
70) Is the Assignee or Transferee an alien or the representative of an alien?	No
71) Is the Assignee or Transferee a corporation organized under the laws of any foreign government?	No
72) Is the Assignee or Transferee a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	No
73) Is the Assignee or Transferee directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, o by any corporation organized under the laws of a foreign country? If 'Yes', attach exhibit explaining nature and extent of alien or foreign ownership or control.	No

## **Basic Qualification Questions**

74) Has the Assignee or Transferee or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, construction permit denied by the Commission? If 'Yes', attach exhibit explaining circumstances.	No
75) Has the Assignee or Transferee or any party to this application, or any party directly or indirectly controlling the Assignee or Transferee, or any party to this application ever been convicted of a felony by any state or federal court? If 'Yes', attach exhibit explaining circumstances.	No
76) Has any court finally adjudged the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or unfair methods of competition? If 'Yes', attach exhibit explaining circumstances.	No
77) Is the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee currently a party in any pending matter referred to in the preceding two items? If 'Yes', attach exhibit explaining circumstances.	Yes

## 78) Race, Ethnicity, Gender of Assignee/Transferee (Optional)

	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:			
Gender:	Female:	Male:	Primary and the state of the st		

## **Assignor/Transferor Certification Statements**

transferred until the consent of the Federa	il Communica ct to streamlin	e authorization will not be assigned or that on tions Commission has been given, or (2) the ned notification procedures for proforma assured and Order, 13 FCC Rcd. 6293(1998).	at prior Commission consent is no	
		its made in this application and in the exhib application, and are true, complete, correct,		
79) Typed or Printed Name of Party Author	rized to Sign			
First Name: Charles	MI: P	Last Name: Featherstun	Suffix:	
80) Title: Duly Authorized Employee				
Signature: Charles P Featherstun 81) Date: 05/04/00				

#### Assignee/Transferee Certification Statements

3 of 5

1) The Assignee or Transferee certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is required because the transaction is subject to streamlined notification procedures for pro forma assignments and transfers by telecommunications carriers See Memorandum Opinion and Order, 13 FCC Rcd. 6293 (1998).						
2) The Assignee or Transferee waives any claim to the use of any particular frequency or of the electromagnetic spectrum as agithe regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and request authorization in accordance with this application.						
3) The Assignee or Transferee certifies that grant of this application would not cause the Assignee or Transferee to be in violation any pertinent cross-ownership, attribution, or spectrum cap rule.*  "If the applicant has sought a waiver of any such rule in connection with this application, it may make this certification subject to the outcome of the waiver request.						
4) The Assignee or Transferee agrees to assume a under the subject authorization(s), unless the Federallows, except for liability for any act done by, or an Assignor or Transferor prior to this assignment.	eral Commu	nications Commission pursuant to a request made	de herein otherwise			
5) The Assignee or Transferee certifies that all stal incorporated by reference are material, are part of						
6) The Assignee or Transferee certifies that neithe pursuant to Section 5301 of the Anti-Drug Abuse A of a controlled substance. See Section 1.2002(b) of used in this certification.	ct of 1998,	21 U.S.C § 862, because of a conviction for pos	session or distribution			
7) The applicant certifies that it either (1) has an up simultaneously with this application, or (3) is not re			updated Form 602			
82) Typed or Printed Name of Party Authorized to	Sign					
First Name: Wayne	MI:	Last Name: Watts	Suffix:			
83) Title: Secretary						

Authorizations To Be Assigned or Transferred

Signature: Wayne Watts

85) Call Sign	86) Location Number	87) Path Number (Microwave only)	88) Lower or Center Frequency (MHz)	89) Upper Frequency (MHz)	90) Constructed Yes / No
KNKA492					
KNKN500					
WMQ948					
WMQ949					
WMR715				-	
WMS277					
WMV856					
WMV857					
WM∨858					
WPNN222					

WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).

84) Date: 05/04/00

FCC Form 603 Schedule A

#### Schedule for Assignments of Authorization and Transfers of Control in Auctioned Services

Approved by OMB 3060 - 0800 See instructions for public burden estimate

#### **Assignments of Authorization**

#### 1) Assignee Eligibility for Installment Payments (for assignments of authorization only)

Is the Assignee claiming the same category or a smaller category of eligibility for installment payments as the Assignor (as determined by the applicable rules governing the licenses issued to the Assignor)?

If 'Yes', is the Assignee applying for installment payments?

## 2) Gross Revenues and Total Assets Information (if required) (for assignments of authorization only)

Refer to applicable auction rules for method to determine required gross revenues and total assets information

	Year 1 Gross Revenues (current)	Year 2 Gross Revenues	Year 3 Gross Revenues	Total Assets:	
1					

#### 3) Certification Statements

For Assignees Claiming Eligibility as an Entrepreneur Under the General Rule

Assignee certifies that they are eligible to obtain the licenses for which they apply

#### For Assignees Claiming Eligibility as a Publicly Traded Corporation

Assignee certifies that they are eligible to obtain the licenses for which they apply and that they comply with the definition of a Publicly Traded Corporation, as set out in the applicable FCC rules.

#### For Assignees Claiming Eligibility Using a Control Group Structure

Assignee certifies that they are eligible to obtain the licenses for which they apply Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable

#### For Assignees Claiming Eligibility as a Very Small Business, Very Small Business Consortium, Small Business, or as a Small **Business Consortium**

Assignee certifies that they are eligible to obtain the licenses for which they apply

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable

#### For Assignees Claiming Eligibility as a Rural Telephone Company

Assignee certifies that they meet the definition of a Rural Telephone Company as set out in the applicable FCC rules, and must disclose all parties to agreement(s) to partition licenses won in this auction. See applicable FCC rules.

#### Transfers of Control

#### 4) Licensee Eligibility (for transfers of control only)

As a result of transfer of control, must the licensee now claim a larger or higher category of eligibility than was originally declared?

If 'Yes', the new category of eligibility of the licensee is:

#### **Certification Statement for Transferees**

Transferee certifies that the answers provided in Item 4 are true and correct.

#### **Attachment List**

<b>Attachment Type</b>	Date	Description	Contents
Other	04/25/00	Lead Application Information	17560582.0.pdf

## **Lead Application Information**

This application is one of a group of applications being filed in connection with the transfer of licenses, which are ultimately held by BellSouth Corporation and SBC Communications Inc., to Alloy LLC. Applicants have designated the transfer of control application being filed concurrently for Abilene SMSA Limited Partnership (call sign KNKA559) as the lead application for the transaction. Accordingly, Applicants hereby incorporate by reference Exhibits 1-3 of the lead application.

FCC 603  FCC Wireless Telecommunication Application for Assignments of Authorization and Transfers of Control	See instructions for public burden estimate  Submitted 05/04/2000 at 06:07PM  File Number: 0000118509	ar
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1) Application Purpose: Transfer of Control	
2a) If this request is for an Amendment or Withdrawal, enter the File Number of the pending application currently on file with the FCC.	File Number:
2b) File numbers of related pending applications currently on file with the FCC:	

#### Type of Transaction

- 3a) Is this a pro forma assignment of authorization or transfer of control? No
- 3b) If the answer to Item 3a is 'Yes', is this a notification of a pro forma transaction being filed under the Commission's forbearance procedures for telecommunications licenses?
- 4) For assignment of authorization only, is this a partition and/or disaggregation?
- 5) Does this filing request a waiver of the Commission's rules? No
- 6) Are attachments being filed with this application? Yes
- 7a) Does the transaction that is the subject of this application also involve transfer or assignment of other wireless licenses held by the assignor/transferor or affiliates of the assignor/transferor(e.g., parents, subsidiaries, or commonly controlled entities) that are not included on this form and for which Commission approval is required? Yes
- 7b) Does the transaction that is the subject of this application also involve transfer or assignment of non-wireless licenses that are not included on this form and for which Commission approval is required? Yes

### **Transaction Information**

8) How will assignment of authorization or transfer of control be accomplished? Sale or other assignment or transfer of stock If required by applicable rule, attach as an exhibit a statement on how control is to be assigned or transferred, along with copies of any pertinent contracts, agreements, instruments, certified copies of Court Orders, etc.

9) The assignment of authorization or transfer of control of license is: Voluntary

### Licensee/Assignor Information

10a) Taxpayer Identification Numb	er:		10b) SGIN: 000
11) First Name (if individual):	MI:	Last Name:	Suffix:
12) Entity Name (if not an individu	al): Louisiana C	Cellular Holdings, L.L.C	<u> </u>
13) Attention To: Charles Feather	rstun		
14) P.O. Box:	And / Or	15) Street Address: 1155 Peachtree Street, N.E., Suite 1700	
16) City: Atlanta		17) State: GA	18) Zip: 30309-3610
19) Telephone Number: (404)249-	3855	20) FAX: (404)249-56	64
21) E-Mail Address: Charles.Feat	herstun@bells	outh.com	

#### 22) Race, Ethnicity, Gender of Assignor/Licensee (Optional)

IKACE. I	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:			
Gender:	Female:	Male:			

Transferor Information (for transfers of control only)

23a) Taxpayer Identification Numl	ber:		23b) SGIN: 000	
24) First Name (if individual):	MI:	Last Name:	Suffix:	
25) Entity Name (if not an individu	ial): BellSouth C	Corporation		
26) P.O. Box;	And / Or	27) Street Address: 1155 Peachtree Street, N.E., Suite 1700		
28) City: Atlanta		29) State: GA	30) Zip: 30309-3610	
31) Telephone Number: (404)249-3855		32) FAX: (404)249-566	34	
33) E-Mail Address: Charles.Feat	therstun@bells	outh.com		

## Name of Transferor Contact Representative (if other than Transferor) (for transfers of control only)

34) First Name: Charles	MI: P	Last Name: Featherstun	Suffix:	
35) Company Name: BellSout	h Corporation			
36) P.O. Box:	And / Or	37) Street Address: 1155 Peachtree Street, N.E., Suite 1700		
38) City: Atlanta		39) State: GA	40) Zip: 30309-3610	
41) Telephone Number: (404)249-3855		42) FAX: (404)249-5664		
43) E-Mail Address: Charles.F	eatherstun@bells	outhcom		

## Assignee/Transferee Information

45a) Taxpayer Identification Number			45b) SGIN: 000
46) First Name (if individual):	MI:	Last Name:	Suffix:
47) Entity Name (if other than individ	ual): Alloy LLC	,	
48) Name of Real Party in Interest:			49) TIN:
50) Attention To:			
51) P.O. Box:	And / Or	52) Street Address: 115	5 Peachtree St., N.E., Ste. 1700
53) City: Atlanta		54) State: GA	55) Zip: 30309
56) Telephone Number: (404)249-38	55	57) FAX: (404)249-5664	
58) E-Mail Address: charles.feather			

#### Name of Assignee/Transferee Contact Representative (if other than Assignee/Transferee)

J		• ,	•	
59) First Name: Charles	MI:	Last Name: Featherstun	Suffix:	
60) Company Name:				
61) P.O. Box:	And / Or	62) Street Address: 1155 Peachtree	e St., N.E., Ste. 1700	
63) City: Atlanta		64) State: GA	65) Zip: <b>3030</b> 9	
66) Telephone Number: (404)249-3855		67) FAX: (404)249-5664		
68) E-Mail Address: charles.fea	atherstun@bellsou	ıth.com		

## **Alien Ownership Questions**

69) Is the Assignee or Transferee a foreign government or the representative of any foreign government?	No
70) Is the Assignee or Transferee an alien or the representative of an alien?	No
71) Is the Assignee or Transferee a corporation organized under the laws of any foreign government?	No
72) Is the Assignee or Transferee a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	No
73) Is the Assignee or Transferee directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, o by any corporation organized under the laws of a foreign country? If 'Yes', attach exhibit explaining nature and extent of alien or foreign ownership or control.	No

#### **Basic Qualification Questions**

74) Has the Assignee or Transferee or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, construction permit denied by the Commission? If 'Yes', attach exhibit explaining circumstances.	No
75) Has the Assignee or Transferee or any party to this application, or any party directly or indirectly controlling the Assignee or Transferee, or any party to this application ever been convicted of a felony by any state or federal court? If 'Yes', attach exhibit explaining circumstances.	No
76) Has any court finally adjudged the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or unfair methods of competition? If 'Yes', attach exhibit explaining circumstances.	No
77) Is the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee currently a party in any pending matter referred to in the preceding two items? If 'Yes', attach exhibit explaining circumstances.	Yes

## 78) Race, Ethnicity, Gender of Assignee/Transferee (Optional)

IIKACE. I	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	IMISDANIC OF LATINO:	Not Hispanic or Latino:			
Gender:	Female:	Male:			

## Assignor/Transferor Certification Statements

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<ol> <li>The Assignor or Transferor certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is no required because the transaction is subject to streamlined notification procedures for pro forma assignments and transfers by telecommunications carriers. See Memorandum Opinion and Order, 13 FCC Rcd. 6293(1998).</li> </ol>					
	2) The Assignor or Transferor certifies that all statements made in this application and in the exhibits, attachments, or in documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.				
79) Typed or Printed Name of Party	79) Typed or Printed Name of Party Authorized to Sign				
First Name: Charles MI: P Last Name: Featherstun Suffix:					
80) Title: Duly Authorized Employee					
Signature: Charles P Featherstun 81) Date: 05/04/00					

## Assignee/Transferee Certification Statements

- 1) The Assignee or Transferee certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is no required because the transaction is subject to streamlined notification procedures for pro forma assignments and transfers by telecommunications carriers See Memorandum Opinion and Order, 13 FCC Rcd. 6293 (1998).
- 2) The Assignee or Transferee waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application.
- 3) The Assignee or Transferee certifies that grant of this application would not cause the Assignee or Transferee to be in violation of any pertinent cross-ownership, attribution, or spectrum cap rule.\*
- \*If the applicant has sought a waiver of any such rule in connection with this application, it may make this certification subject to the outcome of the waiver request.
- 4) The Assignee or Transferee agrees to assume all obligations and abide by all conditions imposed on the Assignor or Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accured by, or any suit or proceeding had or commenced against the Assignor or Transferor prior to this assignment.
- 5) The Assignee or Transferee certifies that all statements made in this application and in the exhibits, attachments, or in documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
- 6) The Assignee or Transferee certifies that neither it nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998, 21 U.S.C § 862, because of a conviction for possession or distribution of a controlled substance. See Section 1.2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification.
- 7) The applicant certifies that it either (1) has an updated Form 602 on file with the Commission, (2) is filing an updated Form 602 simultaneously with this application, or (3) is not required to file Form 602 under the Commission's Rules.

32) Typed or Printed Name of Party Authorized to Sign				
First Name: Wayne	MI:	Last Name: Watts	Suffix:	
83) Title: Secretary	W 10.000 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1			
Signature: Wayne Watts		84) Date: 05/04/00		

WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).

#### Authorizations To Be Assigned or Transferred

85) Call Sign	86) Location Number	87) Path Number (Microwave only)	88) Lower or Center Frequency (MHz)	89) Upper Frequency (MHz)	90) Constructed Yes / No
KNKA224					
KNKA268					
KNKQ455					
KNLG624					
KNLG626					
KNLG629					
KNLG630					
KNLG641					
WLC459					
WLC460					
WLC461					
WMT794					
WMT795					
WMT796		•			
WMT797					
WMT798					
WMT799					
WPNN240					
WPNN241					
WPNN242					
WPNN243					
KNLG608					

1	edule for Assignments of Authorization ransfers of Control in Auctioned Services	Approved by OMB 3060 - 0800 See instructions for public burden estimate
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#### **Assignments of Authorization**

### 1) Assignee Eligibility for Installment Payments (for assignments of authorization only)

Is the Assignee claiming the same category or a smaller category of eligibility for installment payments as the Assignor (as determined by the applicable rules governing the licenses issued to the Assignor)?

If 'Yes', is the Assignee applying for installment payments?

## 2) Gross Revenues and Total Assets Information (if required) (for assignments of authorization only)

Refer to applicable auction rules for method to determine required gross revenues and total assets information

Year 1 Gross Revenues (current)	Year 2 Gross Revenues	Year 3 Gross Revenues	Total Assets:	
(current)		L	<u> </u>	

#### 3) Certification Statements

#### For Assignees Claiming Eligibility as an Entrepreneur Under the General Rule

Assignee certifies that they are eligible to obtain the licenses for which they apply.

#### For Assignees Claiming Eligibility as a Publicly Traded Corporation

Assignee certifies that they are eligible to obtain the licenses for which they apply and that they comply with the definition of a Public Traded Corporation, as set out in the applicable FCC rules.

#### For Assignees Claiming Eligibility Using a Control Group Structure

Assignee certifies that they are eligible to obtain the licenses for which they apply.

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

## For Assignees Claiming Eligibility as a Very Small Business, Very Small Business Consortium, Small Business, or as a Small Business Consortium

Assignee certifies that they are eligible to obtain the licenses for which they apply.

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

### For Assignees Claiming Eligibility as a Rural Telephone Company

Assignee certifies that they meet the definition of a Rural Telephone Company as set out in the applicable FCC rules, and must disclose all parties to agreement(s) to partition licenses won in this auction. See applicable FCC rules.

#### **Transfers of Control**

#### 4) Licensee Eligibility (for transfers of control only)

As a result of transfer of control, must the licensee now claim a larger or higher category of eligibility than was originally declared?

If 'Yes', the new category of eligibility of the licensee is:

#### **Certification Statement for Transferees**

Transferee certifies that the answers provided in Item 4 are true and correct.

#### **Attachment List**

Attachment Type	Date	Description	Contents
Other	04/25/00	Lead Application Information	17560583.0.pdf

https://wtbwww05.fcc.gov/default.s...to\_print\_\_Ahome\_html\_\_\_395693\_\_\_IA

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